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25 PATRIOT SCIENTIFIC CORPORATION

26 UNITED STATES DISTRICT COURT
27 NORTHERN DISTRICT OF CALIFORNIA
28 SAN FRANCISCO DIVISION

18 SIRIUS XM RADIO, INC.,

19 Plaintiff,

20 vs.

21 TECHNOLOGY PROPERTIES LIMITED,
22 PATRIOT SCIENTIFIC CORPORATION,
23 and ALLIACENSE LIMITED,

24 Defendants.

Case No. C10-00816 EDL

**TPL'S, PATRIOT'S AND
ALLIACENSE'S ANSWER TO
COUNTERCLAIM FOR
DECLARATORY JUDGMENT ON THE
'949 PATENT**

The Hon. Elizabeth D. Laporte

JURY TRIAL DEMANDED

25 Declaratory judgment defendants and Counter-Claimants Technology Properties Limited
26 ("TPL"), Patriot Scientific Corporation ("Patriot"), and Alliacense Limited ("Alliacense") (TPL,
27 Patriot, and Alliacense are collectively referred to herein as "Defendants") hereby answer
28

1 declaratory judgment plaintiff Sirius XM Radio, Inc.'s ("Sirius XM" or "Plaintiff") Counterclaim
2 as set forth below:

3 1. Responding to paragraph 1 of the Counterclaim, Defendants admit that this is an
4 action arising under the Patent Laws of the United States, 35 U.S.C. §§101, *et seq.*

5 **THE PARTIES**

6 2. Responding to paragraph 2 of the Counterclaim, Defendants admit that Plaintiff
7 represents in its Counterclaim that it is a corporation organized under the laws of Delaware and
8 has its principal place of business at 1221 Avenue of the Americas, New York, New York 10020.
9 Defendants are without knowledge or information sufficient to form a belief as the truth of the
10 remaining allegations, and therefore deny each and every allegation therein.

11 3. Responding to paragraph 3 of the Counterclaim, Defendants admit that TPL
12 maintains its principal place of business at 20400 Stevens Creek Boulevard, Cupertino, CA and
13 that TPL is the co-owner of the '336, '749, and '890 Patents, and is the sole owner of the '212,
14 '949 and '853 Patents. Defendants further admit that TPL is a limited liability corporation
15 organized and existing under the laws of the State of California. Except as so expressly admitted,
16 denied.

17 4. Responding to paragraph 4 of the Counterclaim, Defendants admit that Patriot is a
18 corporation organized under the laws of the State of Delaware with its principal place of business
19 at 6183 Paseo Del Norte, Suite 180, Carlsbad, California 92011. Defendants further admit that
20 Patriot Scientific Corporation is a co-owner of the '336, '749, and '890 Patents. Except as so
21 expressly admitted, denied.

22 5. Responding to paragraph 5 of the Counterclaim, Defendants admit that Alliacense
23 Limited is a limited liability corporation organized and existing under the laws of the State of
24 Delaware with its principal place of business at 20400 Stevens Creek Boulevard, Cupertino,
25 California. Alliacense has represented that it is a TPL Group enterprise. Except as so expressly
26 admitted, denied.

27 **JURISDICTION AND VENUE**

28 6. Responding to paragraph 6 of the Counterclaim, admitted.

7. Responding to paragraph 7 of the Counterclaim, admitted.

FIRST COUNTERCLAIM

8. Responding to paragraph 8 of the Counterclaim, denied.

DEFENDANTS' AFFIRMATIVE DEFENSES

Defendants allege and assert the following defenses in response to the allegations of the Counterclaim, undertaking the burden of proof only as to those defenses deemed affirmative defenses by law, regardless of how such defenses are denominated herein:

1. Plaintiff Sirius XM has infringed the '949 Patent.

2. The asserted claims of and the '949 Patent are valid and enforceable.

PRAYER FOR RELIEF

A. WHEREFORE, TPL, Alliacense and Patriot respectfully request that Sirius XM Radio, Inc. take nothing by way of its Counterclaim, and that judgment be entered in favor of TPL, Alliacense and Patriot that this is an exceptional case and awarding TPL, Alliacense and Patriot attorneys' fees under 35 U.S.C. § 285, and for such other and further relief at law and in equity as the Court may deem just and proper.

Dated: May 10, 2010

FARELLA BRAUN & MARTEL LLP

By: /s/ John L. Cooper
John L. Cooper

Attorneys for Defendant
TECHNOLOGY PROPERTIES LIMITED and
ALLIACENSE LIMITED

Dated: May 10, 2010

KIRBY NOONAN LANCE & HOGE, LLP

By: /s/ Charles T. Hoge
Charles T. Hoge

Attorneys for Defendant
PATRIOT SCIENTIFIC CORPORATION